

Federal Communications Commission

Washington, DC 20554

ASSIGNMENT AUTHORIZATION

Date 03/26/2021	From: MORTENSON BROADCASTING CO. OF TEXAS, INC.
<input checked="checked" type="checkbox"/> Consent To Assignment	To: iHM Licenses, LLC
<input type="checkbox"/> Consent To Transfer	

Service	Call sign	Facility ID	File number	Community	Auxiliary Stations
AM	KKGM	87147	0000129304	FORT WORTH,TX	All Currently Authorized Auxiliary Stations
FX	K221GV	202298	0000129305	FORT WORTH,TX	
AM	KHVN	63780	0000129306	FORT WORTH,TX	
FX	K237HD	202305	0000129307	FORT WORTH,TX	

Special Operating Conditions or Restrictions

- The construction permit for K221GV; Fac. ID 202298 expires on April 27, 2023. Commission Rules which became effective on February 16, 1999, have a bearing on this construction permit. See Report & Order, Streamlining of Mass Media Applications, MM Docket No. 98-43, 13 FCC RCD 23056, Para. 77-90 (November 25, 1998); 63 Fed. Reg. 70039 (December 18, 1998). Pursuant to these rules, consummation of the assignment consented to herein will NOT extend the expiration date of the permit. The construction permit will be subject to automatic forfeiture unless construction is complete and an application for license to cover is filed prior to expiration.
- The FM Translator Licensee must notify the Federal Communications Commission, Office of the Secretary, Washington, DC 20554 of any change in the station that will be rebroadcast. The parties should also notify Robert Gates via email at Robert.Gates@fcc.gov. See 47 C.F.R. 74.1284.
- Grant of this application is subject to the condition that the transaction proposed herein be consummated by April 1, 2021. If consummation does not occur prior to April 1, 2021, the transaction may not be consummated until after the license for the station has been renewed.
- Grant of this application is subject to the condition that iHeart must suspend all voting rights associated with any stock held in iHeart, directly and/or indirectly, by Global Media & Entertainment Investments Ltd., The Global Media & Entertainment Investments Trust (The GMEI Trust), James Hill (as trustee of The GMEI Trust), Simon Groom (as trustee of The GMEI Trust), and Michael Tabor (as beneficiary of The GMEI Trust), or any of their affiliates or third parties to whom they may assign or transfer any of their rights or interests (collectively, the GMEI Investors), until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart.

- Grant of this application is subject to the condition that no GMEI Investor shall have the right to do any of the following, and iHeart shall not allow any GMEI Investor to do any of the following, until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart: (i) Designate, appoint, nominate, or serve as a member of the board of directors of iHeart; (ii) Attend any meeting of the board of directors of iHeart; (iii) Receive any non-public materials from iHeart, including any non-public materials distributed to the board of directors of iHeart; (iv) Have any role in or communicate with iHeart concerning the day-to-day management or operations of iHeart's radio stations; or (v) Have any role in or veto right with respect to a decision to buy or sell a radio station.
- Grant of this application is subject to the condition that no employee, agent, or affiliate of the GMEI Investors shall be an officer, director, employee, or consultant of iHeart (including subsidiaries and affiliates of iHeart) until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart. iHeart shall not permit any employee, agent, or affiliate of the GMEI Investors to be an officer, director, employee, or consultant of iHeart (including subsidiaries and affiliates of iHeart) until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart.
- Grant of this application is subject to the condition that iHeart must ensure that any and all dividends and/or distributions payable to the GMEI Investors are placed in escrow and that no such dividend or distribution is made to the GMEI Investors until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart.
- Grant of this application is subject to the condition that within seven days of the date of grant of the assignment application (lead file no. 129304), iHeart shall submit a declaration to the Chief, Audio Division, Media Bureau, confirming that iHeart is in compliance with each of the preceding conditions and that iHeart will exercise its rights under its organizational documents to remain in compliance with each of the preceding conditions until and unless the Commission releases a declaratory ruling granting specific approval for each of the GMEI Investors to hold, directly and/or indirectly, more than 5% of the equity and/or voting interests in iHeart.
- Grant of this application is subject to the condition that, pursuant to section 1.5004(f)(3)(iii) of the Commission's rules, if the petition is denied, iHeart must come into compliance no later than 30 days following the Commission's decision, unless the Commission determines under such rule that immediate remedial action is required.

Under authority of the Communications Act of 1934, as amended, the consent of the Federal Communications Commission is hereby granted to the transaction indicated above.

The Commission's consent to the above is based on the representations made by the applicants that the statements contained in, or made in connection with, the application are true and that the undertakings of the parties upon which this transaction is authorized will be carried out in good faith.

The actual consummation of all transactions shall be completed within 90 days from the date hereof, and notification thereof shall promptly be furnished to the Commission by the seller or buyer showing the date the acts necessary to effect the transaction were completed. Upon furnishing the Commission with such notification, this transaction will be considered completed for all purposes related to the above described station(s).

FCC Form 323 or 323-E, Ownership Report, must be filed within 30 days after consummation, by the licensee /permittee or assignee.

ADDITIONAL REQUIREMENTS FOR ASSIGNMENTS ONLY

Upon consummation the assignor must deliver the permit/license, including any modifications thereof to the assignee.

The assignee is not authorized to construct nor operate said station(s) unless and until the Commission has been notified of consummation.

